

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM356680

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Amplify Education Holding, Inc.		09/28/2015	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Amplify Education, Inc.		
<b>Street Address:</b>	55 Washington Street		
<b>Internal Address:</b>	Suite 900		
<b>City:</b>	Brooklyn		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	11201		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 17</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	85531366	AMPLIFY	
<b>Serial Number:</b>	85531370	AMPLIFY	
<b>Serial Number:</b>	85531384	AMPLIFY	
<b>Serial Number:</b>	85531380	AMPLIFY	
<b>Serial Number:</b>	86749775	AMPLIFY	
<b>Serial Number:</b>	85745044	AMPLIFY ACCESS	
<b>Serial Number:</b>	85745054	AMPLIFY ACCESS	
<b>Serial Number:</b>	85745047	AMPLIFY ACCESS	
<b>Serial Number:</b>	85745039	AMPLIFY ACCESS	
<b>Serial Number:</b>	85745012	AMPLIFY INSIGHT	
<b>Serial Number:</b>	85745025	AMPLIFY INSIGHT	
<b>Serial Number:</b>	85745010	AMPLIFY INSIGHT	
<b>Serial Number:</b>	85531337	AMPLIFY LEARNING	
<b>Serial Number:</b>	85531358	AMPLIFY LEARNING	
<b>Serial Number:</b>	85531352	AMPLIFY LEARNING	
<b>Serial Number:</b>	85531332	AMPLIFY LEARNING	
<b>Serial Number:</b>	86124615	AMPLIFY LEARNING	

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**CORRESPONDENCE DATA****Fax Number:** 2124843990

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.*

**Phone:** 2124575479**Email:** andrew.schmidt@arentfox.com**Correspondent Name:** Michelle Mancino Marsh, Esq.**Address Line 1:** 1675 Broadway**Address Line 4:** New York, NEW YORK 10019

<b>ATTORNEY DOCKET NUMBER:</b>	AMPLIFY / ASSIGNMENT
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<b>NAME OF SUBMITTER:</b>	Michelle Mancino Marsh, Esq.
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<b>SIGNATURE:</b>	/MMM/
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<b>DATE SIGNED:</b>	09/29/2015
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**Total Attachments: 2**

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## TRADEMARK ASSIGNMENT

WHEREAS, Amplify Education Holding, Inc., a corporation organized under the laws of the state of Delaware, having a place of business at 55 Washington Street, Suite 900, Brooklyn, New York 11201 (hereinafter "Assignor"), is the owner of all right, title and interest in and to the U.S. trademark applications and registrations listed on Schedule A (the "Trademarks"); and

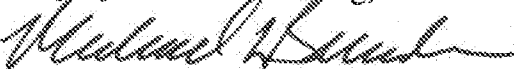
WHEREAS, Amplify Education, Inc., a corporation organized under the laws of the state of Delaware, having a place of business at 55 Washington Street, Suite 900, Brooklyn, New York 11201 (hereinafter "Assignee"), wishes to acquire from Assignor all of Assignor's rights in and to such Trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor assigns to Assignee all of Assignor's rights, title and interest in and to the Trademarks, together with the goodwill of the business appurtenant to and symbolized by the Trademarks, and including, without limitation, all common law and foreign rights, if any, in and to the Trademarks, and the right to sue and recover for, and the right to profits or damages due or accrued arising out of or in connection with, any and all past, present or future infringements or dilution of or damage or injury to the Trademarks, to be held and enjoyed by Assignee, its successors and assigns, to the same extent that such would have been held and enjoyed by Assignor had such assignment not been made.

Assignor is assigning the Trademarks as part of that portion of the business to which the Trademarks pertain as required by Section 10 of the Trademark Act (15 U.S.C. §1060).

Date: 9/28/2015

Amplify Education Holding, Inc.



Name: Michael L. Bunder

Title: Senior Vice President

AFDOCS/12479060.1

TRADEMARK  
REEL: 005632 FRAME: 0612

# SCHEDULE A

## Trademark Schedule

Country	Mark	Appln. No.	Reg. No.	Class
U.S.	AMPLIFY	85/531366	4471404	9
U.S.	AMPLIFY	85/531370		9
U.S.	AMPLIFY	85/531384	4459615	42
U.S.	AMPLIFY	85/531380	4365469	41
U.S.	AMPLIFY	85/749775		45
U.S.	AMPLIFY ACCESS	85/745044	4486043	41
U.S.	AMPLIFY ACCESS	85/745054		45
U.S.	AMPLIFY ACCESS	85/745047	4441290	42
U.S.	AMPLIFY ACCESS	85/745039		9
U.S.	AMPLIFY INSIGHT	85/745012	4441287	41
U.S.	AMPLIFY INSIGHT	85/745025	4441288	42
U.S.	AMPLIFY INSIGHT	85/745010		9
U.S.	AMPLIFY LEARNING	85/531337		9
U.S.	AMPLIFY LEARNING	85/531358		42
U.S.	AMPLIFY LEARNING	85/531352		41
U.S.	AMPLIFY LEARNING	85/531332		9
U.S.	AMPLIFY LEARNING	86/124615	4567525	16
Canada	AMPLIFY	1685763		
Mexico	AMPLIFY	1508112	1498827	41
Mexico	AMPLIFY	1508113	1498341	9